

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

In re:

The Financial Oversight and Management Board for Puerto Rico,

as representative of

The Commonwealth of Puerto Rico, *et al.*,

Debtors.¹

In re:

The Financial Oversight and Management Board for Puerto Rico,

as representative of

The Puerto Rico Electric Power Authority,

Debtor.

PROMESA
Title III

No. 17 BK 3283-LTS

PROMESA
Title III

No. 17 BK 4780-LTS

ORDER EXTENDING AND ESTABLISHING CERTAIN DEADLINES APPLICABLE TO THE JOINT MOTION OF PUERTO RICO ELECTRIC POWER AUTHORITY AND AAFAF PURSUANT TO BANKRUPTCY CODE SECTIONS 362, 502, 922, AND 928, AND BANKRUPTCY RULES 3012(A)(1) AND 9019 FOR ORDER APPROVING SETTLEMENTS EMBODIED IN THE RESTRUCTURING SUPPORT AGREEMENT [ECF NO. 1235]

Upon consideration of the joint urgent motion (Docket Entry No. 1250 in Case No. 17-4780, the “Urgent Motion”) filed on May 21, 2019 by PREPA, by and through the

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as PREPA’s representative pursuant to section 315(b) of the Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”),² and the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”),³ and the Court having found and determined that (i) the Court has jurisdiction over this proceeding and the Urgent Motion pursuant to 28 U.S.C. § 1331 and 48 U.S.C. § 2166(a); (ii) venue of this proceeding and the Urgent Motion is proper under 28 U.S.C. § 1391(b) and 48 U.S.C. § 2167(a); (iii) no party has objected to the Urgent Motion; and (iv) the Court having found good cause to grant relief requested therein, it is

HEREBY ORDERED THAT:

1. The Urgent Motion is GRANTED to the extent set forth herein.
 - a. With respect to the 9019 Motion, the following schedule shall apply to any person or entity (i) that seeks discovery, (ii) from whom discovery is sought (whether by notice or subpoena), (iii) that objects to the 9019 Motion or to any discovery with respect thereto, or (iv) is a signatory to the RSA (“Supporters”):

May 22, 2019	Deadline for Moving Parties, Objectors to the 9019 Motion (the “Objectors”) and Supporters to serve any initial document requests, interrogatories (limited to identification of witnesses only) (“Written Discovery Requests”) ⁴
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² PROMESA has been codified in 48 U.S.C. §§ 2101-2241.

³ Capitalized terms not defined herein shall have the meaning ascribed to them in the Urgent Motion.

⁴ *Provided that* any person or entity from whom discovery is sought may agree to an extension of this deadline as to discovery sought from that person or entity, and *provided further that*, to the extent necessary to effectuate service of initial Written Discovery Requests on a person or entity that cannot be served by email pursuant to the terms of this Order, this deadline shall be extended through and including May 27, 2019. To the extent a person or entity is served with initial Written Discovery Requests after May 22, 2019, such person or entity shall have seven (7) days from the date of service to commence rolling productions of documents and serve responses and objections to such Written Discovery Requests.

May 29, 2019	Deadline for (i) commencing rolling productions of documents and (ii) serving responses and objections to Written Discovery Requests
May 30, 2019	Deadline for Moving Parties, Objectors and Supporters to identify preliminary lists of witnesses who may testify at the hearing on the Rule 9019 Motion in accordance with FRCP 26(a)(A)(i)
May 31, 2019	Meet and confers to take place
June 3, 2019	Deadline for Moving Parties, Objectors and Supporters to serve deposition notices or subpoenas, if any; and move (i) for a protective order in connection with Written Discovery Requests and (ii) to compel in connection with Written Discovery Requests (collectively, “Discovery Motions”)
June 5, 2019	Disclosure of experts, their curriculum vitae, and the general subjects upon which the experts will testify. Deadline for filing motions to quash with respect to deposition notices or subpoenas
June 7, 2019	Deadline for filing opposition papers to Discovery Motions and motions to quash
June 10, 2019	Deadline for filing reply papers to Discovery Motions and motions to quash
June 12, 2019	Omnibus hearing pre-trial conference
June 12, 2019	Commencement of fact depositions
June 14, 2019 (Boston)	Hearing on Discovery Motions and motions to quash
June 17, 2019	Service of expert reports
June 19, 2019	Commencement of expert depositions
June 20, 2019	Deadline for substantial completion of document productions
June 28, 2019	Deadline for completion of fact discovery, including depositions, except for supplemental depositions of declarants

July 2, 2019	Deadline for Objectors to file objections
July 8, 2019	Disclosure of rebuttal experts and service of rebuttal expert reports
July 16, 2019	Deadline for completion of expert depositions
July 17, 2019	Deadline for Moving Parties to file reply briefs and Supporters to file supporting statements
July 17, 2019	Deadline for Moving Parties, Objectors and Supporters to serve and disclose the declarations they plan to introduce as their respective principal cases, and to identify trial exhibits and any live testimony expected to be presented through third-party witnesses not under the participants' control.
July 18, 2019 at 6 p.m. (AST)	Deadline for filing deposition designations
July 19, 2019 at 6 p.m. (AST)	Deadline for counter-designations, objections to declarations and exhibits, and designation of witnesses for cross-examination. The parties must promptly meet and confer in an effort to resolve any objections to declarations, witnesses, and exhibits. The parties must file a joint status report as to any remaining objections by July 21, 2019 at 12:00 p.m. (AST) .
July 21, 2019 at 12:00 p.m. (AST)	Deadline for filing compilations of listed declarations and exhibits.
July 22, 2019 at 12:00 p.m. (AST)	Deadline to deliver hard copy compilations of declarations and exhibits to the District of Puerto Rico courthouse for Judge Swain and USB drive or DVD containing properly marked and identified exhibits and an exhibit list for the Clerk's Office. ⁵
July 24, 2019 (and July 25, 2019, if necessary)	Hearing on the 9019 Motion in connection with the Omnibus Hearing starting at 9:30 a.m. (Atlantic Standard Time)

2. With respect to discovery proceedings and the conduct of the hearing:

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See <https://www.prd.uscourts.gov/promesa/sites/promesa/files/documents/23/Jury Evidence Recording System PROMESA VS MJB MO.pdf>

a. All Moving Parties, Objectors and Supporters consent to service of Written Discovery Requests and deposition notices by email service upon counsel. Service on any other party who is otherwise a litigant in this Title III case may also be by email service upon counsel that has previously appeared for such party in this Title III case.

b. For good cause shown, after June 3, 2019, the Moving Parties, Objectors or Supporters may serve a deposition notice or subpoena promptly after information comes to such party's attention (after June 3) constituting the basis for serving such notice or subpoena, and the opposing party may file a motion to quash or for a protective order with respect thereto.

c. For good cause shown, after June 3, 2019, the Moving Parties, Objectors or Supporters may file a Discovery Motion if necessary to address any party's failure to comply with Written Discovery Requests, deposition notices or a subpoena. The Moving Parties, Objectors, Supporters and applicable non-parties shall work together in good faith to agree on a schedule for resolving any such motion prior to the motion filing. If a schedule cannot be agreed upon, the Court will order one.

d. The Moving Parties, Objectors and Supporters have agreed they shall not object to the Court hearing an urgent motion to resolve discovery disputes on an expedited basis (subject to the Court's availability).

e. All direct testimony at the hearing by witnesses controlled by the Moving Parties, Objectors and Supporters will be presented by declaration, subject to live cross-examination. Any testimony from third parties may be live or by declaration on a case-by-case basis.

f. Nothing in this Order, or through the providing of consent to the entry of this Order, shall make the Supporters party to the 9019 Motion or shall be construed as an admission of the right to serve any discovery against them, the propriety of any discovery served, or the admissibility of any particular evidence at the hearing, all rights and objections being fully preserved.

SO ORDERED.

Dated May 22, 2019

/s/ Laura Taylor Swain
HONORABLE LAURA TAYLOR SWAIN
UNITED STATES DISTRICT JUDGE